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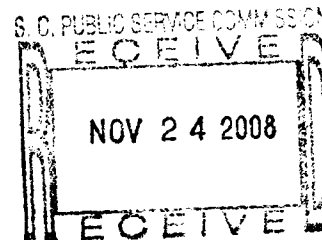
196211



Tel: (212)660-2700
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www.stiprepaid.com

November 20, 2008

Charles L.A. Terreni, Chief Clerk/Administrator
South Carolina Public Service Commission
101 Executive Center Drive, Suite 100
Columbia, SC 29210



RE: Replacement of Bond No. LPM7593218

Dear Mr. Terreni,

STi Prepaid, LLC ("STi") respectfully submits a new bond which serves as a replacement to bond no. LPM7593218. The new bond documentation is attached and a summary of the information is outlined below.

Principal: STi Prepaid, LLC

Bond #: 1024305

Coverage Amount: \$5,000

Effective Date: 10/21/2008

So that our records will be complete, please date stamp the extra copy of this letter and return in the enclosed self-addressed postage-paid envelope. If you have any questions concerning this filing, please contact me at the number (212) 660.2724, or by email at Jenni.Partridge@stiprepaid.com.

Sincerely,

Jenni Partridge

Jenni Partridge
Regulatory Affairs Specialist

INDEMNITY BOND
TO THE
PEOPLE OF THE STATE OF South Carolina

Bond No. 1024305

We, **STi Prepaid, LLC**, principal and provider of resold interexchange telecommunications services within the State of South Carolina and **Lexon Insurance Company**, as an admitted surety insurer, bind ourselves unto the Regulatory Commission of the State of South Carolina, an Obligee, in the penal sum of **\$5,000.00**

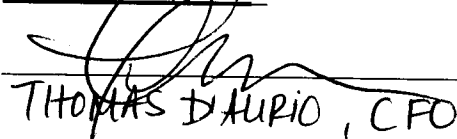
The total aggregate liability under this bond is limited to **\$5,000.00 (Five Thousand Dollars)**

The conditions of this obligation are such that the principal shall in all respects fully and faithfully comply with all applicable provisions of South Carolina law. This obligation shall be used to refund prepayments to individuals who have purchased prepaid telecommunications services of the principal if the principal is unable to provide such service or return the prepayments to its customers. Within twenty-four (24) hours of such event, principal shall provide to insurer a list of prepaid-calling service account codes it believes to be outstanding in the State of South Carolina together with the remaining balances. Bond insurer agrees to act as administrator of the funds and to distribute remaining account balances to individuals who request refunds in writing.

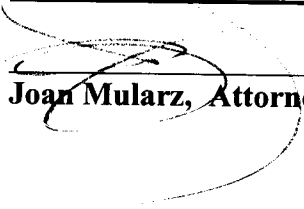
This bond shall take effect as of the date hereon and shall remain in full force and effect until the surety is released from liability by the written order of the South Carolina Regulatory Commission, provided that the surety may cancel this bond and be relieved of further liability hereunder by delivering thirty (30) days written notice to the South Carolina Regulatory Commission. Such cancellation shall not affect any liability incurred or accrued hereunder prior to the termination of said thirty (30) day period. The principal will promptly reissue a bond before the end of the thirty (30) day period for an amount equal to or greater than the value of this instrument unless the parties agree otherwise.

Dated this 21st day of October, 2008

STi Prepaid, LLC


THOMAS D'AURIO, CFO

Lexon Insurance Company



Joan Mularz, Attorney-in-Fact

LEXON INSURANCE COMPANY
FINANCIAL STATEMENTS
AS OF DECEMBER 31, 2007

ASSETS		LIABILITIES	
Bonds	\$37,540,369	Reserve for Losses and Loss Expense	\$9,385,540
Money Market &/or Stocks	0	Reserve for Unearned Premiums	27,936,840
Cash and Short-Term Investments	28,601,341	Reserve for Other Expenses	122,053
Agents Balances &/or Uncollected Premiums	5,183,905	Reserve for Taxes, Licenses, and Fees	246,065
		Reserve for Current federal income taxes	0
Investment Income Due & Accrued	419,173	Ceded Reinsurance Premiums Payable	336,191
Funds Held or Deposited with Reinsurance Companies	0	Funds Held Under Reinsurance Treaty	0
Receivable from Parent, Subsidiaries and Affiliates	0	Reserve for Unauthorized Reinsurance	0
Reinsurance Recoverable on Loss Payments	0	Payable to Parent, Subsidiaries and Affiliates	94,903
Other Assets	5,724,036	Other Liabilities	1,973,689
		Total Liabilities	\$40,095,281
		POLICYHOLDERS' SURPLUS	
		Capital Stock & Paid In Surplus	\$17,976,076
		Surplus	19,397,467
		Total Policyholder Surplus	\$37,373,543
Total Assets	<u>\$77,468,824</u>	Total Liabilities and Policyholder Surplus	<u>\$77,468,824</u>

CERTIFICATE

I certify that the above financial statements to the best of my knowledge are a true and accurate reflection of the financial condition of the Company as of December 31, 2007. Additionally, I certify that the above financial statements are in agreement with the Statutory Financial Statements filed with the Texas Department of Insurance as of the same date.


Chief Financial Officer, Vice President & Assistant Treasurer

POWER OF ATTORNEY

Lexon Insurance Company

LX - 34654

KNOW ALL MEN BY THESE PRESENTS, that **LEXON INSURANCE COMPANY**, a Texas Corporation, with its principal office in Louisville, Kentucky, does hereby constitute and appoint:

Neil C. Krauter, Andre S. Eichenholtz, Joan Mularz *****

its true and lawful Attorney(s)-In-Fact to make, execute, seal and deliver for, and on its behalf as surety, any and all bonds, undertakings or other writings obligatory in nature of a bond.

This authority is made under and by the authority of a resolution which was passed by the Board of Directors of **LEXON INSURANCE COMPANY** on the 1st day of July, 2003 as follows:

Resolved, that the President of the Company is hereby authorized to appoint and empower any representative of the Company or other person or persons as Attorney-In-Fact to execute on behalf of the Company any bonds, undertakings, policies, contracts of indemnity or other writings obligatory in nature of a bond not to exceed \$2,500,000.00, Two-million five hundred thousand dollars, which the Company might execute through its duly elected officers, and affix the seal of the Company thereto. Any said execution of such documents by an Attorney-In-Fact shall be as binding upon the Company as if they had been duly executed and acknowledged by the regularly elected officers of the Company. Any Attorney-In-Fact, so appointed, may be removed for good cause and the authority so granted may be revoked as specified in the Power of Attorney.

Resolved, that the signature of the President and the seal of the Company may be affixed by facsimile on any power of attorney granted, and the signature of the Vice President, and the seal of the Company may be affixed by facsimile to any certificate of any such power and any such power or certificate bearing such facsimile signature and seal shall be valid and binding on the Company. Any such power so executed and sealed and certificate so executed and sealed shall, with respect to any bond of undertaking to which it is attached, continue to be valid and binding on the Company.

IN WITNESS THEREOF, **LEXON INSURANCE COMPANY** has caused this instrument to be signed by its President, and its Corporate Seal to be affixed this 2nd day of July, 2003.



LEXON INSURANCE COMPANY

BY

David E. Campbell
President

ACKNOWLEDGEMENT

On this 2nd day of July, 2003, before me, personally came David E. Campbell to me known, who being duly sworn, did depose and say that he is the President of **LEXON INSURANCE COMPANY**, the corporation described in and which executed the above instrument; that he executed said instrument on behalf of the corporation by authority of his office under the By-laws of said corporation.

"OFFICIAL SEAL"
MAUREEN K. AYE
Notary Public, State of Illinois
My Commission Expires 09/21/09

Maureen K. Aye
Notary Public

CERTIFICATE

I, the undersigned, Secretary of **LEXON INSURANCE COMPANY**, A Texas Insurance Company, DO HEREBY CERTIFY that the original Power of Attorney of which the foregoing is a true and correct copy, is in full force and effect and has not been revoked and the resolutions as set forth are now in force.

Signed and Sealed at Lombard, Illinois this 21st Day of October, 2008.



Donald D. Buchanan
Secretary